

RECORDATION NO. 23087-C FILED

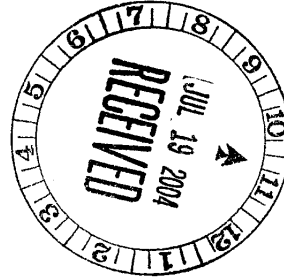
JUL 22 '04 11:11 AM

SURFACE TRANSPORTATION BOARD

**Nathan
Sommers
+ Jacobs
Gorman**

May 12, 2004

Surface Transportation Board
1925 K Street, N.W.
Suite 700
Washington, D.C. 20423



Re: Document for Recordation

To whom it may concern:

I have enclosed two (2) originals of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The document is a release of security interest dated as of May 4, 2004 (the "Release of Lien"). The document to which this Release of Security Interest is connected to is a Pledge and Security Agreement dated August 30, 2000 under Recordation No. 23166 and an Assignment of Lease dated August 30, 2000 under Recordation No. 23087-A.

The names of the parties to the Release of Lien are as follows:

Secured Party:

First Tennessee National Banking Association
511 Union Street
Nashville, TN 37219

Debtor:

Bancpartners Leasing, Inc. (formerly First Commerce Leasing Corporation)
2496 Rocky Ridge Road
Birmingham, Alabama 30062

A description of the equipment to be released under the Release of Lien is as follows:

Forty-Seven (47) with railcar marks and road numbers TILX
135170-135264, NI (the "Rail Cars").

A short summary of the Release of Lien to appear in the index is as follows:

Release of Security Interest dated as of May 4th, 2004, between First Tennessee Bank National Association, 511 Union Street, Nashville, Tennessee 37219 ("Secured Party")

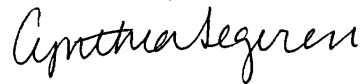
A Professional Corporation
ATTORNEYS AND COUNSELORS
2800 POST OAK BOULEVARD 161ST FLOOR
HOUSTON, TEXAS 77056-6102
MAIN: 713.960.0303

Direct: 713.892.4873 | Fax: 713.892.4800
Email: csegeren@nathansommers.com

and Bancpartners Leasing, Inc. (formerly First Commerce Leasing Corporation), 2496 Rocky Ridge Road, Birmingham, Alabama 35243 ("Debtor"), and releasing Forty-Seven (47) with railcar marks and road numbers TILX 135170-135264, NI.

A fee of \$30.00 is enclosed. Please return one (1) file stamped original to the undersigned after recording.

Sincerely,

A handwritten signature in cursive script that reads "Cynthia Segeren".

Cynthia Segeren
Legal Assistant

:CJS

encl

RECORDATION NO. 23087-C FILED

JUL 22 '04 11:11 AM

SURFACE TRANSPORTATION BOARD

RELEASE OF SECURITY INTEREST

STATE OF Tennessee

§

COUNTY OF DAVIDSON

§

KNOW ALL MEN BY THESE PRESENTS THAT:

§

The undersigned, FIRST TENNESSEE NATIONAL BANKING ASSOCIATION ("Secured Party"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby terminates, releases and discharges its security interest in and to all railroad equipment (47 tank cars with railcar marks and road numbers TILX 135170-135264, NI) covered by the following instruments:

Pledge and Security Agreement, dated August 30, 2000, between the Secured Party and Bancpartners Leasing, Inc. (formerly First Commerce Leasing Corporation), filed with the Surface Transportation Board on October 17, 2000 under Recordation Number 23166.

Assignment of Lease, dated August 30, 2000, between the Secured Party and Bancpartners Leasing, Inc. (formerly First Commerce Leasing Corporation), filed with the Surface Transportation Board on October 17, 2000 under Recordation Number 23087-A.

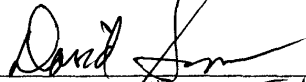
Dated this 4th day of MAY, 2004

FIRST TENNESSEE NATIONAL BANKING
ASSOCIATION

By: [Signature]
Name: DAVID W. ELLIS
Title: VICE PRESIDENT

STATE OF TN §
COUNTY OF Davidson §

On this 4 day of May, 2004, this instrument was acknowledged before me by David W. Ellis as Vice President of FIRST TENNESSEE NATIONAL BANKING ASSOCIATION, on its behalf by authority of its Board of Directors, and such person has acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.


Notary Public, State of TN